

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Warrior Gold Inc.
Suite 1100 – 1111 Melville Street
Vancouver, BC V6E 3V6
("Warrior" or the "Company")

Item 2 Date of Material Change

December 15, 2018

Item 3 News Release

News release was disseminated on December 20, 2018 via CNW Group Ltd. Corp. and filed on SEDAR.

Item 4 Summary of Material Change

Warrior acquired a 24-claim package (304.04 ha) adjacent to the northeast portion of the Company's Goodfish-Kirana Property, together with three contiguous new claims (50.64 ha) staked by the Company. These two strategic additions bring the Company's land package in the Kirkland Lake Gold Camp to 3704 ha. The claims were acquired from Michael Sutton, P.Geo., in exchange for a 1.5% Net Smelter Royalty (NSR). Warrior has the right to buy-back 1% of the NSR for \$1,000,00.

Item 5.1 Full Description of Material Change

The material change described in Item 4 is fully described in the Company's News Release of December 20, 2018 attached hereto and as filed on SEDAR.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Danièle Spethmann, President and CEO, at 416.414.7011

Item 9 Date of Report

December 20, 2018



WARRIOR GOLD INCREASES LAND POSITION STRATEGIC TO THE GOODFISH-KIRANA PROPERTY, KIRKLAND LAKE, ON

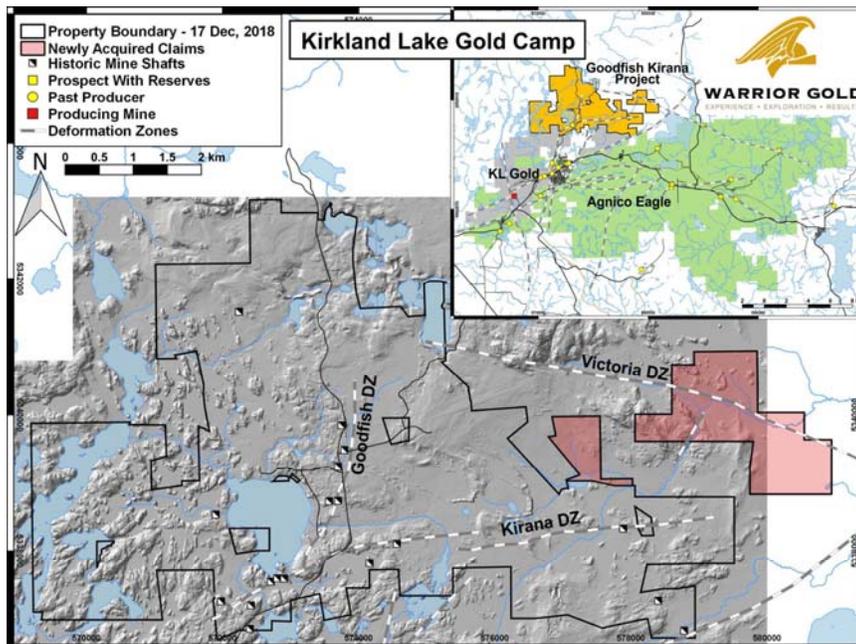
Vancouver, British Columbia – December 20, 2018 – Warrior Gold Inc. (TSX-V - WAR) (“Warrior Gold” or the “Company”) is pleased to announce the acquisition of a 24-claim package (304.04 ha) adjacent to the northeast portion of the Company’s Goodfish-Kirana Property, together with three contiguous new claims (50.64 ha) staked by the Company. These two strategic additions bring the Company’s land package in the Kirkland Lake Gold Camp to 3704 ha. (Figure 1 - pink shaded areas).

The 24-claim block was acquired from Michael Sutton, P.Geo., Chief Geologist and Director of Galaway Metals and Ontario Prospector of the Year in 2006. The claims were acquired in exchange for a 1.5% Net Smelter Royalty (NSR). Warrior has the right to buy-back 1% of the NSR for \$1M.

The three new claims were staked effective December 15, 2018 through the Ontario Government Mining Lands Administrative System (MLAS).

Danièle Spethmann, P.Geo., President and CEO of Warrior Gold stated: “We are pleased to be adding prospective new ground that includes the two major gold bearing regional deformation zones (DZ) - the Victoria DZ and the Kirana DZ as well as numerous underexplored geophysical targets and gold anomalies. Geologically the Victoria DZ is at the contact of the Kinojevis and the Blake River Groups which is the same structural/stratigraphic setting as the +2 Moz Au Upper Beaver Deposit of Agnico Eagle Mines Ltd, less than 15 km to the southeast of the Company’s property boundary. The Company will incorporate these newly acquired claims into its 2019 exploration program based on reviews of historical records and data”.

Figure 1. New claims acquired and staked by Warrior Gold Inc.





About Warrior Gold Inc.

Warrior Gold is a TSX-V listed company that owns the Goodfish-Kirana Property located five kilometers from the town of Kirkland Lake, Ontario. The Property is located in the historic Kirkland Lake Gold Camp which is situated in the prolific Abitibi Greenstone Belt; recognized as one of the world's highest-grade greenstone belts with over 200 million ounces of gold produced to date.

The Goodfish-Kirana Property is 11.5 km long by 3 km wide (approximately 34.5 km²) and contains three major structural trends: the East West trending Kirana Deformation Zone; the Northeast trending Goodfish Deformation Zone and the Victoria Creek DZ. The Properties contain numerous historical gold showings, including 18 historical pits and shafts. The Company is exploring this largely underexplored land package with modern exploration technology and regional geological expertise.

For additional information please contact:

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Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward-Looking Statements: This press release contains forward-looking statements. Forward-looking statements are frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "would", "potential", "proposed" and other similar words, or statements that certain events or conditions "may" or "will" occur. The forward-looking statements are based on certain key expectations and assumptions made by the Company. Although Warrior Gold believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because Warrior Gold can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. In addition to other risks that may affect the forward-looking statements in this press release are those set out in the Company's management discussion and analysis of the financial condition and results of operations for the year ended March 31, 2018 and the second quarter ended September 30, 2018, which are available on the Company's SEDAR profile at www.sedar.com. The forward-looking statements contained in this press release are made as of the date hereof and Warrior Gold undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.